

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF MICHIGAN**

In re:

BARFLY VENTURES, LLC, *et. al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 20-01947-jwb

(Jointly Administered)

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**MONTHLY FEE STATEMENT OF SUGAR FELSENTHAL GRAIS & HELSINGER  
LLP FOR COMPENSATION FOR SERVICES RENDERED & REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR AUGUST 2020**

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Name of Applicant:	Sugar Felsenthal Grais & Helsinger LLP
Authorized to provide services to:	Official Committee of Unsecured Creditors
Effective Date of Retention:	August 10, 2020 (retroactive to June 25)
Period for which compensation is sought:	August 2020
Amount of compensation sought as actual, reasonable, and necessary:	\$41,950.00 <sup>2</sup> 80% = \$33,560.00 20% = \$8,390.00
Amount of expense reimbursement sought:	\$0.00
Total interim request:	<b>\$33,560.00</b>

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<sup>1</sup> The Debtors are: Barfly Ventures, LLC, (8379), Barfly Management, LLC (6274), 9 Volt, LLC (d/b/a HopCat)(1129), 50 Amp Fuse, LLC (d/b/a Stella's Lounge)(3684), GRBC Holdings, LLC, (d/b/a Grand Rapids Brewing Company)(2130), E L Brewpub, LLC (d/b/a HopCat East Lansing)(5334), HopCat-Ann Arbor, LLC (5229), HopCat-Chicago LLC (7552), HopCat-Concessions, LLC (2597), HopCat-Detroit, LLC (8519), HopCat- GR Beltline, LLC (9149), HopCat-Holland, LLC (7132), HopCat Indianapolis, LLC (d/b/a HopCat-Broad Ripple)(7970), HopCat-Kalamazoo, LLC (8992), HopCat-Kansas City, LLC (d/b/a HopCat-KC, LLC and TikiCat)(6242), HopCat Lexington, LLC (6748), HopCat-Lincoln, LLC (2999), HopCat-Louisville, LLC (0252), HopCat-Madison, LLC (9108), HopCat- Minneapolis, LLC (8622), HopCat-Port St. Lucie, LLC (0616), HopCat- Royal Oak, LLC (1935), HopCat-St. Louis, LLC (6994), Luck of the Irish, LLC (d/b/a The Waldron Public House LLC and McFadden's Restaurant Saloon) (4255).

<sup>2</sup> Pursuant to the Committee's retention of SFGH, SFGH invoices the Committee at a blended hourly rate of \$500.

Respectfully submitted by,

**JAFFE RAIT HEUER & WEISS, P.C.**

By:       /s/ Paul R. Hage        
Paul R. Hage (P70460)  
27777 Franklin Road, Suite 2500  
Southfield, MI 48034  
(248) 351-3000  
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-and-

**SUGAR FELSENTHAL GRAIS &  
HELSINGER, LLP**

Michael A. Brandess  
Elizabeth Vandesteeg  
30 N. LaSalle Street, Suite 3000  
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[evandesteeg@sfgh.com](mailto:evandesteeg@sfgh.com)

*Counsel for the Official Committee of Unsecured  
Creditors of Barfly Ventures, LLC et al.*

Dated: September 14, 2020

**SUGAR FELSENTHAL GRAIS & HELSINGER LLP**  
**30 N. LaSalle Street**  
**Suite 3000**  
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**(312)704-9400**

Official Committee of Unsecured Creditors  
 Barfly Ventures, LLC, et al.  
 c/o Gordon Food Service, Inc.  
 Attn: Sharon Murphy, Dir of Credit  
 Palatine IL 60055

Page: 1  
 08/31/2020  
 Account No: 10836-001  
 Statement No: 263207

Attn: Sharon Murphy, Director of Credit

General Case Administration

**Fees**

**Hours**

Date	Party	Description	Hours	Amount
08/11/2020	MAB	Telephone conference with John Lucas regarding case status (0.3); email correspondence with Paul Hage regarding same (0.3).	0.60	345.00
08/12/2020	MAB	Telephone conference with James Morden regarding PPP hearing, sale, and case status (0.4).	0.40	230.00
08/14/2020	MAB	Multiple email correspondence with committee professional working group regarding Mark Sellers bankruptcy (0.5); strategy conference with Paul Hage regarding same (0.3).	0.80	460.00
08/16/2020	EBV	Attention to issues raised by Mark Sellers personal bankruptcy (0.4).	0.40	262.00
08/17/2020	EBV	Strategy conferences with Michael Brandess and Paul Hage regarding various issues (sale, PPP, Sellers' BK) (0.9).	0.90	589.50
	MAB	Multiple e-mail correspondence with John Lucas regarding Mark Seller's bankruptcy filing (0.4); review loan document regarding same (0.3); telephone conference with John Lucas and Paul Hage regarding sale, PPP issue, and case status (0.4); strategy conference with committee professionals regarding case status (0.9).	2.00	1,150.00
08/18/2020	MAB	Review debtors' professionals' fee statements (0.7); email correspondence with Paul Hage regarding same (0.2).	0.90	517.50
	EBV	Review draft appearance to be filed in Mark Sellers personal BK case (0.1).	0.10	65.50
08/19/2020	MAB	Telephone conference with John Lucas regarding PPP issue, sale, and case status (0.3); multiple strategy conferences and email correspondence with Elizabeth Vandesteeg and Paul Hage regarding same (0.7); strategy conference with Paul Hage regarding same (0.2).	1.20	690.00
	EBV	Strategy conference with Michael Brandess regarding sale and PPP status and strategy (0.5); call with Mastodon and Committee professionals regarding sale update (0.5).	1.00	655.00
08/24/2020	MAB	Draft e-mail memorandum to John Lucas regarding sale motion, PPP issue, and Mark Sellers bankruptcy (0.3).	0.30	172.50

Official Committee of Unsecured Creditors

Page: 2

08/31/2020

Account No:

10836-001

Statement No:

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General Case Administration

			Hours	
08/25/2020	MAB	Prepare for and participate in status hearing (0.8).	0.80	460.00
08/27/2020	EBV	Put together strategy and outline for TRO regarding declaratory/adversary regarding SBA and PPP funds (2.1).	2.10	1,375.50
08/28/2020	EBV	Attention to upcoming hearing in Sellers' bankruptcy to determine whether committee appearance necessary (0.3).	0.30	196.50
		For Current Services Rendered	11.80	7,169.00

## Recapitulation

Timekeeper	Hours	Rate	Total
Elizabeth B. Vandesteeg	4.80	\$655.00	\$3,144.00
Michael A. Brandess	7.00	575.00	4,025.00

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Page: 1  
 08/31/2020  
 Account No: 10836-004  
 Statement No: 263210

Attn: Sharon Murphy, Director of Credit

Investigation of Operations & Assets

Fees			Hours	
08/03/2020	MAB	Telephone conference with John Lucas regarding PPP responsive filings (0.2); strategy conference with Elizabeth Vandesteeg regarding same (0.4); telephone conference with Paul Hage regarding same (0.2); email correspondence with Mark Melickian regarding PPP legislation and committee responsive pleadings (0.3); finalize response to First Savings Bank objections (0.9).	2.00	1,150.00
	EBV	Review debtors objection to First Savings Bank (0.3); strategy conference with Michael Brandess regarding same (0.4).	0.70	458.50
	MSM	Analyze and summarize proposed PPP legislation and potential impact on case for Committee counsel team (2.1).	2.10	1,438.50
08/04/2020	EBV	Strategy conference with Michael Brandess regarding upcoming hearing (0.3).	0.30	196.50
	MAB	Review East Beltline letter regarding liquor license (0.3); email correspondence with committee professionals regarding same (0.2); research UCC filings regarding liquor license (0.3); email correspondence with Paul Hage regarding same (0.1); Strategy conference with Elizabeth Vandesteeg regarding PPP hearing (0.3)	0.90	517.50
	MSM	Telephone calls with Michael Brandess regarding Barfly arguments (0.2).	0.20	137.00
08/05/2020	MAB	Draft outline for PPP hearing (1.1); strategy conference with professional working group regarding same (0.8).	1.90	1,092.50
	EBV	Strategy conference with Michael Brandess regarding PPP argument (0.4); PPP hearing outline and preparation (2.2); strategy conference with committee professionals and debtors' counsel regarding PPP hearing prep (0.8); review First Savings Bank response (0.6).	4.00	2,620.00
08/06/2020	MAB	Prepare for and participate in hearing on PPP funds (1.8); email correspondence with committee regarding same (0.3); telephone conference with professional working group regarding same (0.3).	2.40	1,380.00
	EBV	Continue to prepare for hearing on use of PPP funds (2.3); attend and argue at hearing on PPP funds usage (1.8); various communications with		

Official Committee of Unsecured Creditors

Page: 2

08/31/2020

Account No:

10836-004

Statement No:

263210

## Investigation of Operations &amp; Assets

			Hours	
		committee/debtors' professionals regarding PPP, Mastodon, and other issues (0.4).	4.50	2,947.50
	JTW	Review of FSB Supplemental Response (0.3); Strategy conference with Elizabeth Vandesteeg regarding same, primarily with respect to arguments on usage of PPP loan monies (0.6).	0.90	522.00
08/07/2020	MAB	Participate in court hearing on PPP funds (0.8); post-hearing strategy conference with committee professionals regarding same (0.3); post-hearing strategy conference with John Lucas and Paul Hage and Elizabeth Vandesteeg regarding same (0.6).	1.70	977.50
	EBV	Continued hearing on use of PPP funds (0.7); strategy conference with Michael Brandess and Paul Hage regarding next steps and committee position in light of opinion (0.6).	1.30	851.50
08/10/2020	MAB	Telephone conference and e-mail correspondence with Jason Torf regarding ongoing food service (0.4).	0.40	230.00
08/17/2020	MAB	Review Mark Sellers' note to company (0.3); strategy conference with Committee professionals regarding same (0.3).	0.60	345.00
		For Current Services Rendered	23.90	14,864.00

## Recapitulation

Timekeeper	Hours	Rate	Total
Mark S. Melickian	2.30	\$685.00	\$1,575.50
Elizabeth B. Vandesteeg	10.80	655.00	7,074.00
Jeremy T. Waitzman	0.90	580.00	522.00
Michael A. Brandess	9.90	575.00	5,692.50

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 c/o Gordon Food Service, Inc.  
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 Palatine IL 60055

Page: 1  
 08/31/2020  
 Account No: 10836-005  
 Statement No: 263211

Attn: Sharon Murphy, Director of Credit

Employment & Fee Applications - SFGH

**Fees**

			Hours	
08/04/2020	MAB	Draft July monthly fee statement (1.2).	1.20	690.00
08/05/2020	MAB	Review U.S. Trustee objection to committee professional retainers (0.4); draft outline regarding same (0.8).	1.20	690.00
	EBV	Review UST objection to SFGH retainers (0.2).	0.20	131.00
08/10/2020	MAB	Draft July monthly invoice (0.9); multiple e-mail correspondence with Paul Hage regarding same (0.3).	1.20	690.00
	NB	Review and compile order overruling First Savings Bank's objections to fee statements of debtors' professionals; review and compile order authorizing employment of Sugar Felsenthal Graiss & Helsinger, LLP (0.2).	0.20	50.00
08/11/2020	NB	Review and compile court docket entries related to limited objections to appointment of professionals (0.1).	0.10	25.00
08/14/2020	NB	Review and compile interim fee application for Sugar Felsenthal (0.1).	0.10	25.00
		For Current Services Rendered	4.20	2,301.00

**Recapitulation**

Timekeeper	Hours	Rate	Total
Elizabeth B. Vandesteeg	0.20	\$655.00	\$131.00
Michael A. Brandess	3.60	575.00	2,070.00
Nancy Bailey	0.40	250.00	100.00

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 Palatine IL 60055

Page: 1

08/31/2020

Account No: 10836-006  
 Statement No: 263212

Attn: Sharon Murphy, Director of Credit

Employment &amp; Fee Application - other professionals

## Fees

			Hours	
08/04/2020	MAB	Telephone conference with Paul Hage regarding monthly fee statements (0.2).	0.20	115.00
08/05/2020	MAB	Review and revise Mastodon retention order (0.4); email correspondence with John Lucas regarding same (0.2).	0.60	345.00
08/10/2020	NB	Review and compile order overruling First Savings Bank's objections to fee statements of debtors' professionals; review and compile orders authorizing employment of Amherst Partners, LLC, and Jaffe Raitt Heuer & Weiss, P.C. (0.2).	0.20	50.00
		For Current Services Rendered	1.00	510.00

## Recapitulation

Timekeeper	Hours	Rate	Total
Michael A. Brandess	0.80	\$575.00	\$460.00
Nancy Bailey	0.20	250.00	50.00

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Page: 1  
 08/31/2020  
 Account No: 10836-009  
 Statement No: 263214

Attn: Sharon Murphy, Director of Credit

Budget & Financial Issues

### Fees

			Hours	
08/03/2020	MAB	Email correspondence with Sheldon Stone and James Morden regarding cash flow projections (0.2).	0.20	115.00
		For Current Services Rendered	0.20	115.00
Recapitulation				
Timekeeper		Hours	Rate	Total
Michael A. Brandess		0.20	\$575.00	\$115.00

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Page: 1  
 08/31/2020  
 Account No: 10836-011  
 Statement No: 263215

Attn: Sharon Murphy, Director of Credit

Committee Meetings & Governance

**Fees**

			Hours	
08/03/2020	MAB	Telephone conference with Craig Hall regarding case status (0.3); email correspondence with committee regarding committee's and debtors' responses to First Savings Bank's filings (0.2).	0.50	287.50
08/04/2020	MAB	Draft agenda for committee meeting (0.2); participate in same (0.5).	0.50	287.50
08/05/2020	MAB	Email correspondence with committee regarding PPP issue, Mastodon retention, and sale status (0.4).	0.40	230.00
08/06/2020	MAB	Draft email memorandum to committee summarizing PPP hearing (0.4); telephone conference with Craig Hall regarding same (0.2); email correspondence and telephone conference with Doug DeKock regarding claim (0.4).	1.00	575.00
08/07/2020	MAB	Email correspondence with committee regarding PPP hearing (0.3); telephone conference with Jason Torf regarding same (0.3).	0.60	345.00
08/11/2020	MAB	Draft agenda for committee call (0.4); participate in same (0.5).	0.90	517.50
08/13/2020	MAB	Draft email memorandum to committee regarding claims bar date (0.4).	0.40	230.00
08/18/2020	EBV	Communications with Committee professionals regarding upcoming Committee call (0.3); Participate in standing weekly committee call (0.6).	0.90	589.50
	MAB	Draft agenda for committee call (0.3); participate in same (0.6); multiple email correspondence with Jason Torf regarding post-call follow up (0.3).	0.90	517.50
08/25/2020	MAB	Email correspondence with committee regarding case update (0.3).	0.30	172.50
	EBV	Communications with committee regarding status of sale efforts and continuations in lieu of weekly call (0.2).	0.20	131.00
08/26/2020	MAB	Draft e-mail memorandum to committee regarding case status and lease rejection motion (0.4).	0.40	230.00
		For Current Services Rendered	7.00	4,113.00

Official Committee of Unsecured Creditors

Page: 2

08/31/2020

Account No:

10836-011

Statement No:

263215

Committee Meetings &amp; Governance

	Recapitulation			
Timekeeper	Hours	Rate	Total	
Elizabeth B. Vandesteeg	1.10	\$655.00	\$720.50	
Michael A. Brandess	5.90	575.00	3,392.50	

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 Palatine IL 60055

Page: 1  
 08/31/2020  
 Account No: 10836-012  
 Statement No: 263216

Attn: Sharon Murphy, Director of Credit

Asset Sales

**Fees**

			Hours	
08/04/2020	MAB	Email correspondence with John Lucas and Robert Hersch regarding stalking horse adequate assurance package (0.2); email correspondence with Nathan Gimpel regarding same (0.2).	0.40	230.00
08/05/2020	MAB	Telephone conference with Nathan Gimpel regarding adequate assurance information (0.3); email correspondence with committees professionals regarding same (0.2).	0.50	287.50
	MAB	Telephone conference with Nathan Gimpel regarding adequate assurance package (0.4); email memorandum to committee professionals regarding same (0.3).	0.70	402.50
08/06/2020	MAB	Email correspondence with Robert Hersch regarding sale updates (0.1).	0.10	57.50
08/10/2020	MAB	Email correspondence with Paul Hage regarding adequate assurance request list (0.2); email correspondence with Nathan Gimpel regarding same (0.3).	0.50	287.50
08/14/2020	MAB	Telephone conference with Robert Hersch regarding sale update (0.5).	0.50	287.50
08/18/2020	EBV	Review and analysis regarding Robert Hersch sale status update (0.6).	0.60	393.00
	MAB	Review analysis prepared by Robert Hersch (0.5); email correspondence with Committee professionals regarding same (0.2); email correspondence with Robert Hersch regarding same (0.1).	0.80	460.00
08/19/2020	MAB	Telephone conference with Robert Hersch regarding sale status (0.5).	0.50	287.50
08/21/2020	EBV	Strategy conference with Michael Brandess regarding sale update status (0.4).	0.40	262.00
	MAB	Review adequate assurance package (0.2); email correspondence with Nathan Gimpel regarding same (0.2); strategy conference with Committee professionals regarding same (0.4); telephone call and multiple email correspondence with Jason Torf regarding sale status (0.7); telephone conference with Robert Hersch regarding sale status (0.6); telephone conference with Sheldon Stone regarding same (0.4); telephone conference with Elizabeth Vandesteeg regarding same (0.3); email memorandum to		

Official Committee of Unsecured Creditors

Page: 2

08/31/2020

Account No:

10836-012

Statement No:

263216

## Asset Sales

		committee regarding same (0.6).	Hours 3.40	1,955.00
08/24/2020	MAB	Multiple telephone conferences with Michael Maggio regarding sale hearing (0.3); telephone conference with Elizabeth Vandesteeg and John Lucas regarding same (0.2); telephone conference with Paul Hage regarding same (0.2); multiple telephone conferences with Jason Torf regarding same (0.3); review stipulation extending sale hearing and objection deadline (0.3).	1.30	747.50
	EBV	Review Stalking Horse adequate assurance letter (0.3); review update to committee regarding overall sale status and adequate assurance issues (0.2); strategy conference with John Lucas regarding committee exception to pending sale objection deadline (0.3); review and revise stipulation regarding hearing continuance to incorporate same (0.3); strategy conference with Michael Brandess regarding same (0.2)	1.30	851.50
08/25/2020	MAB	Review First Savings Bank's response to sale motion (0.3).	0.30	172.50
08/28/2020	EBV	Attention to status of sale process (0.2); participate in Mastodon update call regarding same (0.5).	0.70	458.50
08/31/2020	MAB	Strategy conference with Sheldon Stone regarding sale process (0.3); multiple e-mail correspondence with Robert Hersch regarding same (0.2); review updated sale information (0.3).	0.80	460.00
		For Current Services Rendered	12.80	7,600.00

## Recapitulation

Timekeeper	Hours	Rate	Total
Elizabeth B. Vandesteeg	3.00	\$655.00	\$1,965.00
Michael A. Brandess	9.80	575.00	5,635.00

MAB/MSM/EBV/JPF/JRO

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Page: 1  
 08/31/2020  
 Account No: 10836-015  
 Statement No: 263217

Attn: Sharon Murphy, Director of Credit

Litigation & Contested Matters

**Fees**

			Hours	
08/27/2020	MAB	Draft temporary restraining order motion (4.2); e-mail correspondence with John Lucas regarding same (0.2); strategy conference with Committee professionals regarding same (0.3).	4.70	
08/28/2020	MAB	Draft temporary restraining order motion (5.9).	5.90	
08/29/2020	MAB	Draft temporary restraining order motion (3.8).	3.80	
08/30/2020	MAB	Draft temporary restraining order motion (2.9).	2.90	
08/31/2020	EBV	Review and revise TRO regarding PPP use (3.1); call with Michael Brandess and P. Hage regarding same (0.7).	3.80	
	MAB	Strategy conference with Committee professionals regarding temporary restraining motion and related go-forward approach (0.6); revise same (1.3).	1.90	
		For Current Services Rendered	23.00	13,529.00

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